

ORIGINAL

DEPARTMENT OF TRANSPORTATION

BEFORE THE  
U.S. DEPARTMENT OF TRANSPORTATION  
OFFICE OF THE SECRETARY  
WASHINGTON, D.C.

97 OCT 16 PM 3:09

DOCKET SECTION

QA 27732

Application of

EXEC EXPRESS II, INC. d/b/a ASPEN  
MOUNTAIN AIR/LONE STAR AIRLINES

for an emergency exemption pursuant to  
49 USC 40109(c)

Docket OST-97-2978 -3

SUPPLEMENT NO. 2 TO APPLICATION OF  
EXEC EXPRESS II, INC. d/b/a  
ASPEN MOUNTAIN AIR/LONE STAR AIRLINES  
FOR EMERGENCY EXEMPTION FROM CERTIFICATE CONDITION

Communications with respect to this document should be sent to:

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Counsel for  
Exec Express II, Inc. d/b/a Aspen  
Mountain Air/Lone Star Airlines

October 14, 1997

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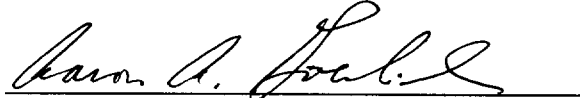
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EXEC EXPRESS II, INC. d/b/a  
ASPEN MOUNTAIN AIR/LONE STAR AIRLINES  
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Exec Express II, Inc. d/b/a Aspen Mountain Air/Lone  
Star Airlines ("AMA/LSA") supplements its above-captioned  
application as follows:

Appended hereto are two additional letters requested by  
the Department's staff. These documents, in combination with  
Exhibit D to AMA/LSA's exemption application and the AMA/LSA  
Supplement dated October 10, 1997, further confirm that AMA/LSA's  
financial resources are more than sufficient to support its  
impending fleet expansion.

WHEREFORE, AMA/LSA renews its request for issuance of the exemption relief described in its application dated October 7, 1997.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Aaron A. Goerlich", is written over a horizontal line.

Aaron A. Goerlich  
BOROS & GAROFALO, P.C.

*Counsel for*  
*Exec Express II, Inc. d/b/a*  
*Aspen Mountain Air/Lone Star*  
*Airlines*

October 14, 1997



**FIRST CHICAGO**  
The First National Bank of Chicago

Mail Suite  
One First National Plaza  
Chicago, Illinois 60670  
Telephone: (312) 732-4000

October 10, 1997

Mr. John Z. Coleman, Director  
Office of Aviation Analysis  
U.S. Department of Transportation  
Washington, D.C. 20590

Re: AMA Holdings LLC ("AMA")

Dear Mr. Coleman:

This is in response to your recent inquiry concerning the above reference company. While AMA has been a customer of the bank for less than two years, the owners/principals have been customers of the bank for over sixty years. First Chicago's dealings with the owners of AMA and their affiliated entities have been entirely satisfactory and we consider the entire family to be valued customers of the Bank.

It is my understanding that AMA, its owners and/or affiliates may be asked to provide up to \$8 million to Peak International, Inc. Based on our long standing relationship with the owners of AMA (and their affiliates) we believe they have access to more than sufficient capital to honor the aforementioned commitment.

If there are any further questions please do not hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read 'W. R. Madden', written over the word 'Sincerely,'.

William R. Madden  
Senior Vice President



500 North Broadway  
St. Louis, Missouri 63102  
314-342-2000

***Stifel, Nicolaus***  
***& Company, Incorporated***

October 10, 1997

Mr. John V. Coleman  
Director  
Office of Aviation Analysis  
U.S. Department of Transportation  
Washington, D.C. 20590


Dear Mr. Coleman:

I have been asked on behalf of the Crown organization to provide the following verification regarding AMAH Holdings LLC ("AMAH") which is wholly owned by the Crown family.

AMAH is the largest shareholder of Peak International, Inc. ("Peak"), owning approximately 75% of Peak's total issued and outstanding shares. I understand that AMAH has committed to subscribe for up to \$8 million of additional Peak shares available through a private offering scheduled to close on October 31, 1997, and that AMAH has also agreed to provide operating loans to Peak on an as-needed basis pending the above closing.

Based upon my familiarity with the Crown organization (including AMAH) and that organization's financial position, in my opinion, the Crown organization, through AMAH, has the capability of fulfilling the above commitment of up to \$8 million on an immediately-available basis.

Sincerely yours,

  
Elliot H. Stein  
Chairman Emeritus

EHS/kaf

*Over a Century of Knowledge and Service*